

B 210A (Form 210A) (12/09)

United States Bankruptcy Court
Southern District of New York

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

To the Debtors and the Bankruptcy Court:

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee and Transferor hereby give evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice. Transferor waives its right to raise any objection to the transfer of the claim to Transferee, and Transferor waives its right to receive notice pursuant to Rule 3001 (e), Fed. R. Bankr. P. of the transfer of the claim. Transferor consents to the substitution of Transferor by Transferee for all purposes in the above referenced bankruptcy cases with respect to the claim, including without limitation, for voting and distribution purposes. Transferor stipulates that an order of the Bankruptcy Court may be entered without further notice to Transferor transferring the claim to Transferee and recognizing Transferee as the sole owner and holder of the claim. Transferor hereby directs that all payments, distributions, notices and communications in respect of or with respect to the claim be made to Transferee.

Gentrification Ventures, L.L.C.

Name of Transferee

Goldman Sachs Lending Partners LLC

Name of Transferor

Name and Address where notices to transferee
should be sent:

GENTRIFICATION VENTURES, LLC
MANDEL KATZ & BROSNAN LLP
ATTN: KARA SCHEINMANN KATZ
THE LAW BUILDING
210 ROUTE 303
VALLEY COTTAGE NY 10989

Court Claim # (if known): 17247

Amount of Claim: \$150,000,000.00

Date Claim Filed: September 18, 2009

Debtor: Lehman Brothers Holdings Inc.

Phone: _____

Last Four Digits of Acct. #: _____

Last Four Digits of Acct #: _____

Name and Address where transferee payments
should be sent (if different from above):

Phone: _____

Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: Kana S. Key
Transferee/Transferee's Agent

Date: _____

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, **Goldman Sachs Lending Partners LLC** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Gentrification Ventures, L.L.C.** (the "Assignee") **\$150,000,000.00** of the settled amount described below (the "Assigned Claim") of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code), reflected in proof of Claim No. 17247 filed by Assignor or its predecessor-in-interest with the Bankruptcy Court as settled and allowed in the amount of \$580,000,000.00 by Bankruptcy Court Order dated November 18, 2011, against **Lehman Brothers Holdings Inc.** (the "Debtor"), the debtor in Case No. **08-13555** (JMP) ("Case") pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court").

Assignor hereby waives any objection to the transfer of the Assigned Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing Assigned Claim, recognizing Assignee as the sole owner and holder of the Assigned Claim, and directing that all payments or distributions of money or property in respect of the Assigned Claim be delivered or made to the Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is
executed this December __, 2011.

GOLDMAN SACHS LENDING PARTNERS LLC

By: 

Name:

Title:

Ivan Anderson

Authorized Signatory

GENTRIFICATION VENTURES, L.L.C.

By: _____

Name: Kara Scheinmann Katz


Title: Authorized Signatory

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is
executed this December __, 2011.

GOLDMAN SACHS LENDING PARTNERS LLC

By: _____
Name:
Title:

GENTRIFICATION VENTURES, L.L.C.

By:  _____
Name: Kara Scheinmann Katz
Title: Authorized Signatory